Permit #F00021978-A

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00021978-A **Type of Permit:** FILMING **Release Date:** 11/20/2009

Production Company SPILL FILMS

Insured Company Name SPILL FILMS

Contact Phone No. 1 310-821-7892
Contact Phone No. 2 310-614-9851
Fax
Address 11941 JUNIETTE ST
CULVER CITY, California 90230

Production Title PANDORA

Type of Production Commercial - Standard

Producer David McGinley

Director N/A N/A

1st AD Todd Lent

Production Manager Leo Veras

FilmL.A. Coordinator Yulizza Ramirez

Location Manager David McGinley
Primary Phone Office - 310-383-0587
Secondary Phone

Location Assistant N/A N/A
Primary Phone Mobile - N/A
Secondary Phone

Fees

Total Permit Fee $0.00

Number of Locations 2

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Production Company SPILL FILMS
Insured Company SPILL FILMS
Production Title PANDORA

Location Manager David McGinley
Primary Phone Office - 310-383-0587
Secondary Phone

Location Address 3300 WILSHIRE BLVD., LOS ANGELES, CA, 90010

Location Names

Location Type Church

Location Description

Prep Dates 11/21/2009 - 11/21/2009 05:00 - 07:30

Film Dates 11/21/2009 - 11/21/2009 05:00 - 20:00

Open or Closed to the Public Closed

Generic Conditions
Community Survey Obtained
Equipment vehicles may park on one side of street
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.

Please see attached documents
Wilshire btw Berendo & Catalina SS Curb +1 SPILL FILMS.pdf
Spill Films David McGinley letter139.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	5
Camera cars	1
Cast/Crew vehicles	75
Condors	1
Cube Trucks	5
Generator	1
Motor Homes	2
Picture vehicles	10
Vans	3

Personnel on Location

Type	Quantity
Cast	10
Crew	75
Extras	10
Off-Duty/Retired LAPD Officer(s)	2
Spot Check	1

Filming Activities Drive by; Drive ups & away; Driving shots; Equipment on sidewalk, in curb lane & across street; Intermittent pedestrian control; Intermittent traffic control - 2 minute standard (except 0700-0900 hrs & 1500-1900 hrs); Condor; Exterior wedding scene.; Sign removal and replacement.;

Jurisdiction **Political:** Los Angeles City - Council District 10 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note SPOT CHECK PER INS. ROTH.

Coordinator Note RIDER CHANGES START TIME FROM 0700 TO 0500 HRS.

Parking **Base Camp** **Crew Parking**

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Location Type : Location
Street :

Location Type : Location
Street :

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Primary Phone Office - 310-383-0587
Secondary Phone

Location Address 900 S Hope St, Los Angeles, CA, 90015

Location Names GRAND HOPE PARK

Location Type Park

Location Description GRAND HOPE PARK - PRIVATE PARK

Film Dates 11/22/2009 - 11/22/2009 05:30 - 13:00

Open or Closed to the Public Closed

Generic Conditions
All vehicles must be parked on private property
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with pedestrian traffic
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.
Uniformed officers shall have a copy of the film permit in their possession and are required to confirm that all traffic control signage devices are in place.

Please see attached documents
Hope btw Olympic & 9th ES Curb + 1 STILL FILMS.pdf
Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	3
Cast/Crew vehicles	100
Cube Trucks	5
Generator	1
Honey Wagons	1
Motor Homes	2
Semi Trucks	3
Stakebed Trucks	1
Vans	3

Personnel on Location

Type	Quantity
Cast	10
Crew	50
Extras	50
Off-Duty/Retired LAPD Officer(s)	2

Filming Activities Equipment on property; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior MOS; Intermittent traffic control - 2 minute standard (except 0700-0900 hrs & 1500-1900 hrs);

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes Grand Hope Park is represented by Hollywood Locations; Companies should call Dena Stitt (213) 624-1200 Ext. 2500 to check the calendar and make a filming reservation.
Company must perform walk-through with LA City Fire (Schools, Churches, Institutions) 213-978-3660

Coordinator Note SPOT CHECK PER INS. ROTH.

Coordinator Note RIDER A CHANGES START TIME FROM 0700-0530 HRS.

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Summary Information

Location

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Production Company SPILL FILMS
Insured Company SPILL FILMS
Production Title PANDORA

Location Manager David McGinley
Primary Phone Office - 310-383-0587
Secondary Phone

Parking

Base Camp
Location Type : Location
Street :

Crew Parking
Location Type : Location
Street :

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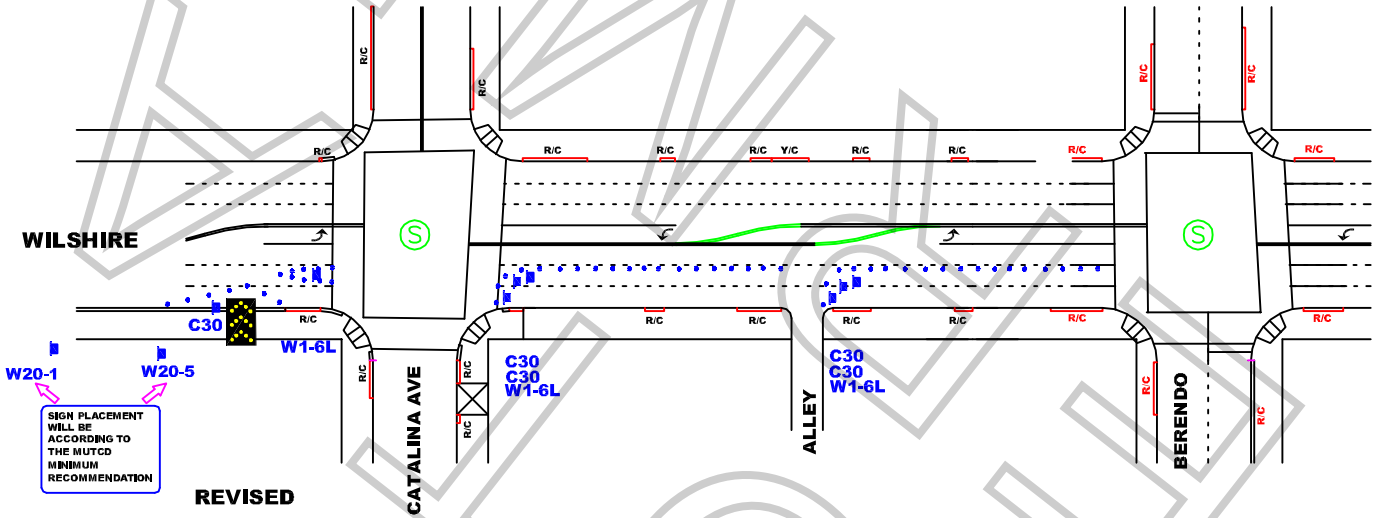
SPILL FILMS "PANDORA"

FILM L.A.:
YULIZZA RAMIREZ

ALL TRAFFIC CONTROL WILL BE INSTALLED AND CONFORM TO THE MUTCD AND WATCH MINIMUM REQUIREMENTS



WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 11-21-09 FROM 05:00 HOURS TO 20:00 HOURS.
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRICADE COMPANY,
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775 * Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ
Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
SPILL FILMS "PANDORA"	WILSHIRE BLVD CATALINA & BERENDO CITY OF LOS ANGELES, CA	DENISE WHEELER OFFICE # 818.347.9929

REV#	DATE	REVISION DESCRIPTION

Permit #F00021978-A

Permit #F0021978-01

Appointment of Film Permits Unlimited, Inc. As Authorized Agent and representative

I certify that I am a representative of Sp. 11 Films ("Principal") and am authorized to enter into binding contractual agreements on it's behalf. I further certify that I am authorizes by Principal to appoint other representatives and agents for Principal and to give such representatives and agents authority to enter into and bind Principal to agreements relating to the issuance of and compliance with location film (e.g. theatrical, television, commercial and other motion picture filming) and still photographic permits, including the permits themselves and any riders to such permits. Acting on behalf of Principal in my capacity as its authorized representative, I appoint Film Permits Unlimited, Inc. and it's employees and agents ("FPU") as Principal's authorized representatives and agents to apply for location film (e.g. theatrical, television, commercial and other motion picture filming) and still photographic permits on behalf of Principal through Film LA, Inc., any city and county, or through any other jurisdiction: to negotiate, discuss, accept, modify, agree to and bind Principal to the terms and conditions of such permits (including all restrictions and /or community guidelines applicable to any such permit): and to execute such permits on behalf of Principal. Principal understands, acknowledges and agrees that it (and/or its insurer) remains responsible and liable for all obligations imposed by or Incidental to any permit or rider issued to Principal signed by an employee or agent of (including any coordinator, runner or messenger used by) FPU. Principal further agrees to comply with the terms and conditions of any such permits and hereby appoints FPU as an authorized representative to facilitate compliance with such terms and conditions following issuance of any such permits and to enter into agreements for Principal with respect thereto. Any person, agency, entity, or organization (including Film LA, Inc. and any city county or other jurisdiction) may rely upon this appointment and need not obtain further authorization for any act described herein. An original or faxed copy of this appointment shall be sufficient, and may be treated as an original for all purposes. The appointment may be revoked by Principal at any time in writing, but in any case, shall expire one (1) year from the date of execution set forth below.

I declare under penalty of perjury under the laws of the State of California that I am authorized to appoint FPU as agent for Principal, and based upon that authority I hereby appoint FPU as Principal's agent as set forth herein.

Dated: 11/3/09

Sp. 11 Films
Name of Principal

By: [signature]
Representative's Signature

David McGinley
Print Representative's Name

President
Representative's title

11941 Juniette Street
Culver City, CA 90230
Principal's Address

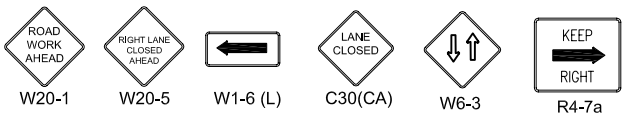
310/383-0587
Principal's Telephone

Film Permits Unlimited, Inc.
Phone (818) 347-9929
Fax (818) 347-9784

Please sign and fax back
Principal = Name of Company

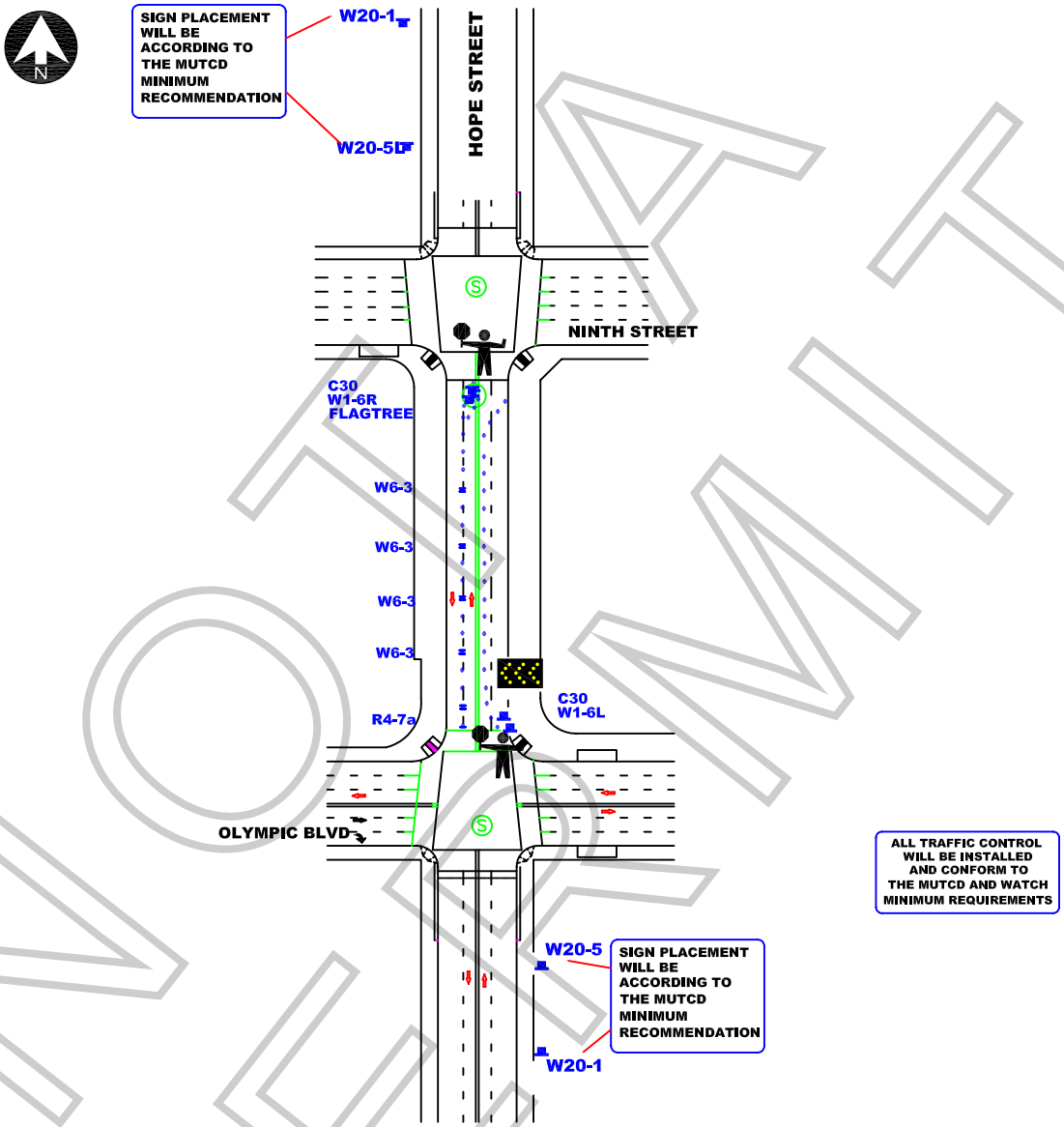
NO PERMIT

Permit #F00021978-A



TRAFFIC CONTROL FOR:
STILL FILMS
"PANDORA"

FILM L.A.:
YULIZZA RAMIREZ



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WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

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2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775
Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

PROJECT LOCATION:
HOPE STREET
FROM 9TH ST TO OLYMPIC BLVD
CITY OF LOS ANGELES, CA

LOCATION CONTACT:
DENISE WHEELER
OFFICE # 818.347.9929

REV#	DATE	REVISION DESCRIPTION
1	11/16	TIME CHANGE

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

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